

**EXHIBIT A TO ORRICK'S
FOURTH QUARTERLY:
MONTHLY FEE APPLICATION
FOR THE PERIOD
OCTOBER 1-31, 2006**

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:	)	Chapter 11
)	
W.R. GRACE & CO., <u>et al.</u>	)	Case No. 01-1139 (JKF)
)	
Debtors.	)	Objection Deadline: December 20, 2006 at 4:00 p.m.
	)	Hearing: Schedule if Necessary (Negative Notice)

**NOTICE OF FILING OF
NINTH MONTHLY INTERIM APPLICATION OF
ORRICK, HERRINGTON & SUTCLIFFE LLP, COUNSEL TO
DAVID T. AUSTERN, FUTURE CLAIMANTS' REPRESENTATIVE**

TO: (1) The Debtors; (2) Counsel to the Debtors; (3) The Office of the United States Trustee; (4) Counsel to the Official Committee of Asbestos Personal Injury Claimant; (5) Counsel to the Official Committee of Asbestos Property Damage Claimants; (6) Counsel to the Official Committee of Equity Holders; and (7) Counsel to the Debtors-in-Possession Lender; and (8) the Fee Auditor

Orrick, Herrington & Sutcliffe LLP, counsel to David T. Austern, Future Claimants' Representative (the "FCR"), has filed and served its Ninth Monthly Application of Orrick, Herrington & Sutcliffe LLP for Compensation for Services Rendered and Reimbursement of Expenses as counsel to the FCR for the time period October 1, 2006 through October 31, 2006, seeking payment of fees in the amount of \$180,676.00 (80% of \$225,845.00) and expenses in the amount of \$24,528.57, for a total amount of \$205,204.57 (the "Application").

This Application is submitted pursuant to this Court's Administrative Order Under 11 U.S.C. Sections 105(a) and 331 Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals and Official Committee Members entered on March 17, 2003 (the "Administrative Order").

Objections or responses to the Application, if any, must be made in writing and filed with the United States Bankruptcy Court for the District of Delaware, Marine Midland Plaza, 824 Market Street, Fifth Floor, Wilmington, DE 19801, on or before **December 20, 2006 at 4:00 p.m., Eastern Time.**

At the same time you must also serve a copy of the objections or responses, if any, upon the following: (i) co-counsel to David T. Austern, FCR, Roger Frankel, Esquire and Richard H. Wyron, Esquire, Orrick, Herrington & Sutcliffe LLP, 3050 K Street, NW, Washington, DC 20007 and John C. Phillips, Esquire, Phillips, Goldman & Spence, P.A., 1200 North Broom Street, Wilmington, DE 19806; (ii) co-counsel for the Debtors, David M. Bernick, Esquire, Kirkland & Ellis LLP, 200 East Randolph Drive, Chicago, IL 60601 and Laura Davis Jones, Esquire, Pachulski, Stang, Ziehl, Young & Jones, P.C., 919 North Market Street, Suite 1600, P.O. Box 8705, Wilmington, DE 19899-8705; (iii) co-counsel to the Official Committee of Unsecured Creditors, Lewis Kruger, Esquire, Stroock & Stroock & Lavan LLP, 180 Maiden Lane, New York, NY 10038-4982 and Michael R. Lastowski, Esquire, Duane Morris, LLP, 1100 N. Market Street, Suite 1200, Wilmington, DE 19801-1246; (iv) co-counsel to the Official Committee of Asbestos Property Damage Claimants, Scott L. Baena, Esquire, Blizin, Sumberg, Dunn, Baena, Price & Axelrod, First Union Financial Center, 200 South Biscayne Boulevard, Suite 2500, Miami, FL 33131 and Michael B. Joseph, Esquire, Ferry & Joseph, P.A., 824 Market Street, Suite 904, P.O. Box 1351, Wilmington, DE 19899; (v) co-counsel to the Official Committee of Asbestos Personal Injury Claimants, Elihu Inselbuch, Esquire, Caplin & Drysdale, 399 Park Avenue, 36th Floor, New York, NY 10022 and Mark Hurford, Esquire, Campbell &

Levine, LLC, Chase Manhattan Centre, 15th Floor, 1201 Market Street, Suite 1500, Wilmington, DE 19801; (vi) co-counsel to the DIP Lender, J. Douglas Bacon, Esquire, Latham & Watkins, Sears Tower, Suite 5800, Chicago, IL 60606 and Steven M. Yoder, Esquire, The Bayard Firm, 222 Delaware Avenue, Suite 900, P.O. Box 25130, Wilmington, DE 19899; (vii) counsel to the Official Committee of Equity Holders, Thomas Moers Mayer, Esquire, Kramer Levin Naftalis & Frankel LLP, 919 Third Avenue, New York, NY 10022; (viii) the Office of the United States Trustee, ATTN: Frank J. Perch, Esquire, 844 N. King Street, Wilmington, DE 19801; and (ix) the Fee Auditor, Warren H. Smith, Warren H. Smith and Associates, Republic Center, 325 N. St. Paul, Suite 4080, Dallas, TX 75201.

Any questions regarding this Notice or attachments may be directed to undersigned counsel.

ORRICK, HERRINGTON & SUTCLIFFE LLP

Dated: November 30, 2006

By: 

Roger Frankel, admitted *pro hac vice*
Richard H. Wyron, admitted *pro hac vice*
The Washington Harbour
3050 K Street, NW
Washington, DC 20007
(202) 339-8400
Co-Counsel to David T. Austern, Future Claimants
Representative

—and—

PHILLIPS, GOLDMAN & SPENCE, P.A.
John C. Phillips, Jr. (#110)
1200 North Broom Street
Wilmington, DE 19806
(302) 655-4200
(302) 655-4210 (fax)
Co-Counsel to David T. Austern, Future Claimants
Representative

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:	)	Chapter 11
W.R. GRACE & CO., et al.	)	Case No. 01-1139 (JKF)
Debtors.	)	Objection Deadline: December 20, 2006 at 4:00p.m.
	)	Hearing: Schedule if Necessary (Negative Notice)

**COVER SHEET TO NINTH MONTHLY INTERIM APPLICATION OF
ORRICK, HERRINGTON & SUTCLIFFE LLP, BANKRUPTCY COUNSEL
TO DAVID T. AUSTERN, FUTURE CLAIMANTS' REPRESENTATIVE, FOR
COMPENSATION AND REIMBURSEMENT OF EXPENSES FOR THE PERIOD
OCTOBER 1, 2006 THROUGH OCTOBER 31, 2006**

Name of Applicant: Orrick, Herrington & Sutcliffe LLP ("Orrick")

Authorized to Provide Professional Services to: David T. Austern, Future Claimants' Representative (the "FCR")

Date of Retention: As of February 6, 2006 pursuant to Order entered by Court on May 8, 2006

Period for which compensation is sought: October 1, 2006 through October 31, 2006

Amount of Compensation (100%) sought as actual, reasonable, and necessary: \$225,845.00

80% of fees to be paid: \$180,676.00¹

Amount of Expense Reimbursement sought as actual, reasonable and necessary: \$ 24,528.57

Total Fees @ 80% and 100% Expenses: \$205,204.57

This is an: interim X monthly final application.

¹ Pursuant to the Administrative Order, as amended, entered April 17, 2002, absent timely objections, the Debtors are authorized and directed to pay 80% of fees and 100% expenses.

The total time expended for fee application preparation during this time period is 15.70 hours and the corresponding fees are \$3,679.00 and \$160.03 in expenses for Orrick's fee applications and 35.00 hours and \$6,554.00 in fees and \$2,057.38 in expenses for the FCR and/or his other professionals' fee applications. Any additional time spent for this matter will be requested in subsequent monthly interim applications.

This is Orrick's Ninth interim fee application for the period October 1-31, 2006. Orrick has previously filed the following interim fee applications with the Court:

<u>Interim Period</u>	<u>Fees @ 100%</u>	<u>Fees @ 80%</u>	<u>Expenses @ 100%</u>	<u>Total Fees @ 80% & 100% Expenses</u>
First Interim Period February 6-28, 2006	\$89,026.00	\$71,220.80	\$0.00	\$71,220.80
Second Interim Period March 1-31, 2006	\$117,266.25	\$93,813.00	\$7,501.32	\$101,314.32
Third Interim Period April 1-30, 2006	\$125,362.50	\$100,290.00	\$1,783.43	\$102,073.43
Fourth Interim Period May 1-31, 2006	\$136,416.00	\$109,132.80	\$6,389.80	\$115,522.60
Fifth Interim Period June 1-30, 2006	\$194,266.75	\$155,413.40	\$6,395.69	\$161,809.09
Sixth Interim Period July 1-31, 2006	\$181,982.00	\$145,585.60	\$11,934.45	\$157,520.05
Seventh Interim Period August 1-31, 2006	\$152,041.50	\$121,633.20	\$5,711.17	\$127,344.37
Eighth Interim Period Sept. 1-30, 2006	\$223,996.25	\$179,197.00	\$8,006.50	\$187,203.05

To date, Orrick has received payments from the Debtors in the following amounts:

- \$71,220.80 representing 80% of fees and 100% of expenses for February 2006
- \$101,314.32 representing 80% of fees and 100% of expenses for March 2006
- \$17,805.20 representing 20% of fees for February 2006
- \$23,453.25 representing 20% of fees for March 2006
- \$102,073.43 representing 80% of fees and 100% of expenses for April 2006
- \$115,522.60 representing 80% of fees and 100% of expenses for May 2006
- \$161,809.09 representing 80% of fees and 100% of most expenses for June 2006
- \$157,520.05 representing 80% of fees and 100% of expenses for July 2006
- \$127,344.37 representing 80% of fees and 100% of expenses for August 2006

COMPENSATION SUMMARY
OCTOBER 1-31, 2006

<u>Name of Professional Person</u>	<u>Position of Applicant, No. of Years in Position, Prior Relevant Experience, Yr. Obtained License to Practice, Area of Expertise</u>	<u>Hourly Billing Rate</u>	<u>Total Billed Hours</u>	<u>Total Fees</u>
William D. Berry	Partner, 7 years in position; 34 years relevant experience; 1972, Employee Benefits	\$620	.50	\$310.00
Roger Frankel	Partner, 23 years in position; 35 years relevant experience; 1971, Bankruptcy	\$725	37.60	\$27,260.00

Name of Professional Person	Position of Applicant, No. of Years in Position, Prior Relevant Experience, Yr. Obtained License to Practice, Area of Expertise	Hourly Billing Rate	Total Billed Hours	Total Fees
Jonathan P. Guy	Partner, 6 years in position; 16 years relevant experience; 1993, Bankruptcy	\$605	2.50	\$1,512.50
Garret G. Rasmussen	Partner, 24 years in position; 32 years relevant experience; 1974, Litigation	\$645	9.30	\$5,998.50
Raymond G. Mullady, Jr.	Partner, 13 years in position; 23 years relevant experience; 1983, Litigation	\$660	53.70	\$35,442.00
Richard H. Wyron	Partner, 17 years in position; 27 years relevant experience; 1979, Bankruptcy	\$645	44.70	\$28,831.50
Matthew W. Cheney	Associate, 8 years in position; 8 years relevant experience; 1997, Bankruptcy	\$490	8.50	\$4,165.00
Debra L. Felder	Associate, 4 years in position; 4 years relevant experience; 2002, Bankruptcy	\$430	188.40	\$80,474.50 ²
Katherine Thomas	Associate, 3 years in position; 3 years relevant experience; 2003, Bankruptcy	\$375	1.90	\$712.50
Shannon D. Venegas	Associate, 2 years in position; 2 years relevant experience; 2004, Litigation	\$375	56.20	\$21,075.00
Rachael M. Barainca	Legal Assistant	\$140	39.20	\$5,488.00
Alan P. Dubin	Research Specialist	\$195	5.50	\$1,072.50
Debra O. Fullem	Senior Legal Assistant	\$210	64.30	\$13,503.00
Total			512.30	\$225,845.00
Blended Rate: \$440.84				

² This amount reflects a reduction of \$537.50 for the 50% discount rate for non-working travel.

COMPENSATION BY PROJECT CATEGORY
OCTOBER 1-31, 2006

<u>Project Category</u>	<u>Total Hours</u>	<u>Total Fees</u>
Case Administration	28.20	\$6,524.50
Insurance	15.20	\$9,804.00
Litigation	404.50	\$193,316.00
Plan & Disclosure Statement	1.10	\$797.50
Retention of Professionals-Orrick	10.10	\$4,632.50
Compensation of Professionals-Other	35.00	\$6,554.00
Compensation of Professionals-Orrick	15.70	\$3,679.00
Travel Time (Non-Working)	2.50	\$537.50
TOTAL	512.30	\$225,845.00

EXPENSE SUMMARY
OCTOBER 1-31, 2006

<u>Expense Category</u>	<u>Total</u>
Court filing fee	\$45.00
Court Call - conferencing services	\$3,570.00 ³
Duplicating	\$8,246.52
Facsimile	\$74.00
Meals	\$266.66
Pacer	\$1,266.24
Parking	\$73.00
Postage/Express Delivery	\$2,088.88
Telephone	\$68.63
Travel - Air Fare/Train	\$4,350.50
Travel - Taxi	\$87.95
Westlaw and Lexis Research	\$4,391.19
TOTAL	\$24,528.57

Orrick's Client Charges and Disbursements Policy effective January 1, 2006, is as follows:

a. ***Duplicating*** -- It is Orrick's practice to charge all clients of the Firm for duplicating at the in-house rate of 20¢ per page; however, Orrick has reduced the duplicating cost to 15¢ per page in order to comply with the Local Rules of this Court. This charge includes the cost of maintaining the duplicating facilities and the actual cost involved with respect to the duplication.

³ This expense represent Orrick's use of the Bankruptcy Court's Court Call conferencing system. The charges include the cost for Orrick professionals to participate as well as other FCR professionals employed in the case.

b. **Long Distance Telephone and Facsimile Charges** -- Orrick charges clients for long distance telephone calls but not for local telephone calls. Necessary mobile phone usage is reimbursed to professionals submitting an appropriate bill. Out-going facsimile transmissions are charged at \$1.50 per page, plus any long-distance calling cost, and there is no charge for incoming facsimiles.

c. **Messenger and Courier Service** -- It is Orrick's practice to use Federal Express or similar express mail delivery and third-party messenger services only in exigent circumstances (i.e., when needed to meet a deadline or when a next-day response from the recipient was necessary or beneficial to the case) and only when less costly than other available alternatives.

d. **Overtime** -- It is Orrick's practice to allow professionals and paraprofessionals working more than 3 hours of overtime to charge a meal to the appropriate client at a meal charge limited to \$7.50 per professional. It is Orrick's practice to allow professionals and support staff to charge a car service or cab to the appropriate client when working at least 2 hours of overtime. Orrick endeavored not to incur overtime charges unless necessary to benefit the case and in certain exigent circumstances. Orrick utilized secretarial assistance in connection with monitoring and updating case dockets and downloading, circulating and printing of pleadings filed in the case. Thus, certain charges were incurred by secretaries for overtime. (Note: These charges are at rates less than that charged by Orrick paralegals or other professional staff who may have otherwise performed this type of work.)

e. **Computerized Research** -- It is Orrick's practice to use computer-assisted legal research when it is efficient to do so. The charge to clients for Lexis and Westlaw are based on retail rates that do not include non-client specific volume discounts offered to Orrick. Use of fee based internet research services other than Lexis and Westlaw is charged at Orrick's cost. There is no separate charge for free internet research.

Respectfully submitted,

ORRICK, HERRINGTON & SUTCLIFFE LLP

Dated: November 30, 2006

By: 

Roger Frankel, admitted *pro hac vice*
Richard H. Wyron, admitted *pro hac vice*
The Washington Harbour
3050 K Street, NW
Washington, DC 20007
(202) 339-8400
Co-Counsel to David T. Austern, Future Claimants
Representative

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:)	
	)	Chapter 11
W.R. GRACE & CO., <u>et al.</u>)	
	)	Case No. 01-1139 (JKF)
Debtors.)	

VERIFICATION

DISTRICT OF COLUMBIA, TO WIT:

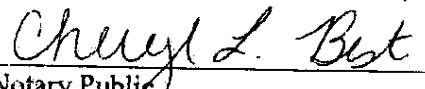
Roger Frankel, after being duly sworn according to law, deposes and says:

1. I am a partner of the applicant law firm Orrick, Herrington & Sutcliffe LLP ("Orrick") and have been admitted *pro hac vice* to appear in these cases.
2. I have personally performed many of the legal services rendered by Orrick as counsel to David T. Austern as Future Claimants' Representative ("FCR") and am familiar with the other work performed on behalf of the FCR by the lawyers, legal assistants, and other professionals of Orrick as set forth in the invoices attached as Exhibit A¹ to Orrick's monthly interim application.
3. I have reviewed the Application and the facts set forth therein are true and correct to the best of my knowledge, information and belief. I have reviewed the requirements of Local Rule 2016-2 and the Administrative Order as Amended dated April 17, 2002, and I believe the Application to be in compliance therewith.



Roger Frankel

SWORN AND SUBSCRIBED TO BEFORE ME
THIS 30th DAY OF NOVEMBER, 2006



Notary Public

My commission expires: 11-14-10

¹ Certain portions of the time entries in the attached Exhibit A have been redacted as they contain confidential information.

EXHIBIT A
ORRICK, HERRINGTON & SUTCLIFFE, LLP
INVOICES FOR THE TIME PERIOD
OCTOBER 1-31, 2006



David Austern, Futures Claims Representative for
W.R. Grace & Co.
c/o Claims Resolution Management Corp.
3110 Fairview Park Drive, Suite 200
Falls Church, VA 22042

November 15, 2006
Client No. 17367
Invoice No. 1040409

Orrick Contact: Roger Frankel

For Legal Services Rendered Through October 31, 2006 in Connection With:

Matter: 2 - Case Administration

09/14/06	D. Fullem	Review and revise calendar update to include new filings today and comments from D. Felder.	0.70
09/14/06	D. Fullem	Review docket updates (.2); prepare update to case calendar (.7); e-mail to D. Felder for final review and approval (.1).	1.00
09/15/06	D. Fullem	Prepare e-mail to D. Felder regarding latest update to case calendar.	0.10
09/15/06	D. Fullem	Review docket updates.	0.10
09/15/06	D. Fullem	Review adversary case dockets for any updates thereto.	0.20
09/21/06	D. Fullem	Review docket updates (.3); prepare updated case calendar and circulate to D. Felder for review and comment (.9).	1.20
09/22/06	D. Fullem	Prepare further updates to case calendar and circulate to D. Felder for review and comment.	0.50
09/25/06	D. Fullem	Review docket update.	0.20
09/26/06	D. Fullem	Review updated docket entries and prepare update to case calendar.	0.50
09/28/06	D. Fullem	Review updated docket entries.	0.10
09/29/06	D. Fullem	Review recent docket updates; prepare update to case calendar and provide to D. Felder for review and comment.	0.80
10/02/06	D. Fullem	Review comments to Grace calendar (.2); prepare updated calendar and circulate (.9).	1.10
10/03/06	R. Barainca	Review Court docket; download documents and distribute.	0.20
10/03/06	D. Fullem	Review docket updates and case calendar.	0.50
10/04/06	R. Barainca	Review Court docket; download documents and distribute.	0.20
10/05/06	R. Barainca	Review Court docket; download documents and distribute.	0.20
10/05/06	D. Fullem	Review docket updates (.2); begin preparation of updated case calendar (1.0).	1.20
10/06/06	R. Barainca	Review Court docket; download documents and distribute.	0.20
10/06/06	D. Fullem	Prepare calendar updates and forward to D. Felder.	0.90
10/06/06	D. Fullem	Review and respond to D. Felder regarding deadline to designate record in FCR appeal.	0.20
10/08/06	R. Wyron	Review case calendar and schedule for upcoming hearings and deadlines, and organize materials.	0.50



O R R I C K

David Austern, Futures Claims Representative for W.R. Grace & Co. -
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November 15, 2006
Invoice No. 1040409

10/09/06	R. Barainca	Review Court docket; download documents and distribute.	0.30
10/09/06	D. Fullem	Review docket update.	0.10
10/09/06	D. Fullem	Review docket update.	0.10
10/10/06	R. Barainca	Review Court docket; download documents and distribute.	0.30
10/10/06	D. Fullem	Confer with D. Felder regarding calendar items.	0.10
10/10/06	D. Fullem	Confer with D. Felder regarding designation of records and issues on appeal.	0.10
10/11/06	R. Barainca	Review Court docket; download documents and distribute.	0.20
10/12/06	R. Barainca	Review Court docket; download documents and distribute.	0.20
10/12/06	D. Fullem	Review recent docket entries (.2); prepare update to case calendar (.8); circulate to D. Felder for review and comment (.1).	1.10
10/13/06	R. Barainca	Review Court docket; download documents and distribute.	0.20
10/13/06	D. Fullem	Review e-mail from D. Felder regarding status of case calendar comments.	0.10
10/13/06	D. Fullem	Continue to update case calendar (.50); review docket entries today and pleadings filed therein (.40); confer with D. Felder regarding certain items (.10); prepare draft calendar for D. Felder's review and comment (.50.)	1.50
10/14/06	R. Frankel	Review, sort files re appeal and estimation.	0.60
10/16/06	D. Fullem	Prepare daily docket update and download substantive filings and circulate to parties.	0.20
10/16/06	D. Fullem	Review docket update.	0.20
10/16/06	D. Fullem	Prepare additional updates to case calendar and circulate to parties.	1.10
10/17/06	R. Barainca	Review Court docket; download documents and distribute.	0.20
10/17/06	D. Fullem	Review docket update.	0.10
10/18/06	R. Barainca	Review Court docket; download documents and distribute.	0.20
10/18/06	R. Frankel	Review docket entries, issues re staffing for estimation.	0.40
10/19/06	R. Barainca	Review Court docket; download documents and distribute.	0.20
10/19/06	D. Fullem	Prepare update to case calendar.	1.00
10/19/06	D. Fullem	Confer with D. Felder regarding certain case calendar matters.	0.20
10/19/06	D. Fullem	Follow up on status of September invoices.	0.10
10/20/06	R. Barainca	Review Court docket; download documents and distribute.	0.20
10/20/06	D. Fullem	Update Grace case calendar and forward to D. Felder.	1.00
10/23/06	R. Barainca	Review Court docket; download documents and distribute.	0.20
10/23/06	D. Fullem	Continue to update case calendar with recent filings (1.00); prepare emails to D. Felder regarding items included in update since last draft (.20)	1.20
10/23/06	D. Fullem	Review updated dockets.	0.20
10/24/06	R. Barainca	Review Court docket; download documents and distribute.	0.20
10/24/06	D. Fullem	Prepare update to case calendar.	0.80
10/25/06	R. Barainca	Review Court docket; download documents and distribute.	0.20
10/26/06	R. Barainca	Review Court docket; download documents and distribute.	1.00



David Austern, Futures Claims Representative for W.R. Grace & Co. -
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November 15, 2006
Invoice No. 1040409

10/26/06	D. Fullem	Update case calendar.	1.50
10/26/06	R. Frankel	Review multitude of docket entries re PD and counter-designation of record.	0.40
10/27/06	R. Barainca	Review Court docket; download documents and distribute.	0.20
10/27/06	D. Fullem	Review comments to case calendar.	0.30
10/30/06	R. Barainca	Review Court docket; download documents and distribute.	0.20
10/30/06	D. Fullem	Review docket update.	0.10
10/30/06	D. Fullem	Prepare updates to case calendar and forward to D. Felder for review and comment.	1.00
10/31/06	D. Fullem	Review docket update.	0.10

Total Hours 28.20

Total For Services \$6,524.50

<u>Timekeeper Summary</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Rachael Barainca	4.80	140.00	672.00
Roger Frankel	1.40	725.00	1,015.00
Debra O. Fullem	21.50	210.00	4,515.00
Richard H. Wyron	0.50	645.00	322.50
Total All Timekeepers	28.20	\$231.37	\$6,524.50

Disbursements

Court Filing Fee (Charged By Court)	45.00
Court Messenger Fee	244.92
Court Photocopy/Document Retrieval Fee	322.30
Outside Services	3,493.76
Postage	1.26
Total Disbursements	\$4,107.24

Total For This Matter \$10,631.74



ORRICK

David Austern, Futures Claims Representative for W.R. Grace & Co. -
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November 15, 2006
Invoice No. 1040409

For Legal Services Rendered Through October 31, 2006 in Connection With:

Matter: 7 - Insurance Matters

10/13/06	R. Wyron	Review revised Equitas agreement (.8); call with R. Horkovich regarding issues, and follow-up (.6).	1.40
10/15/06	R. Wyron	Review e-mail and revised agreement from J. Baer (1.1); e-mails to J. Baer, R. Horkovich and D. Austern (.8).	1.90
10/17/06	R. Wyron	Call with UCC and ACC counsel regarding Equitas settlement and finalize language (.6), review e-mails regarding language (.2); numerous follow-up e-mails on finalizing agreement (.7).	1.50
10/18/06	R. Wyron	Review of further revised draft Equitas agreement (.6); follow-up e-mails regarding changes and open issues (.6).	1.20
10/19/06	R. Wyron	Follow-up call with R. Horkovich and M. Hurford, and notes regarding same (.8); continue review of revised agreement (.6).	1.40
10/20/06	R. Wyron	Review latest draft of Equitas agreement (.6); calls on Equitas agreement and open issues (.7); review exchange of e-mails and follow-up on Equitas agreement (.8); review final Equitas agreement and confer with D. Austern (.6).	2.70
10/21/06	R. Wyron	Draft update on state of Equitas deal to D. Austern (.4); update D. Felder and R. Frankel by e-mail (.2).	0.60
10/22/06	R. Wyron	Review e-mails regarding changes to the Equitas agreement (.4); call to R. Horkovich and follow-up (.5).	0.90
10/23/06	R. Wyron	Review multiple revised drafts of Equitas agreement and e-mails regarding same (1.9); draft summary of status from D. Austern (.3).	2.20
10/31/06	R. Wyron	Review latest draft Equitas agreement (.9); follow-up with J. Sotille regarding status and changes (.3); review and respond to e-mails regarding same (.2).	1.40

Total Hours 15.20

Total For Services \$9,804.00

<u>Timekeeper Summary</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Richard H. Wyron	15.20	645.00	9,804.00
Total All Timekeepers	15.20	\$645.00	\$9,804.00



David Austern, Futures Claims Representative for W.R. Grace & Co. -
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November 15, 2006
Invoice No. 1040409

Total For This Matter

\$9,804.00



David Austern, Futures Claims Representative for W.R. Grace & Co. -
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November 15, 2006
Invoice No. 1040409

For Legal Services Rendered Through October 31, 2006 in Connection With:

Matter: 8 - Litigation

08/31/06	R. Mullady, Jr.	Review letter from B. Harding to Libby counsel regarding questionnaires (.2); e-mails to and from N. Finch and D. Cohn regarding same (.2); e-mails regarding scheduling of meeting with experts (.2).	0.60
09/14/06	D. Fullem	Confer with D. Felder and R. Barainca regarding FCR expert research and certain details specific to research.	0.30
09/14/06	D. Fullem	Confer with D. Felder and R. Barainca to coordinate meeting on Concordance project.	0.20
09/29/06	D. Fullem	Review, print and organize Beber deposition exhibits for D. Felder.	2.00
09/29/06	R. Mullady, Jr.	Prepare for and participate in strategy conference call with ACC counsel (2.0); further review of transcript of 9/11 omnibus hearing (.4); attention to selection of topics for debtors Rule 30(b)(6) deposition (.4).	2.80
10/02/06	K. Thomas	Review e-mail from R. Mulligan re library research on legislative history; respond to same.	0.10
10/02/06	D. Felder	E-mails to D. Fullem regarding upcoming hearings and deadlines (.2); review docket and recently filed pleadings (.6).	0.80
10/02/06	R. Mullady, Jr.	E-mails to/from D. Felder regarding deposition of debtors (.2); e-mail to/from N. Finch (.2).	0.40
10/02/06	R. Frankel	Review and prepare notes re outline of open estimation items.	1.20
10/02/06	R. Frankel	Review, prepare notes re appeal outline.	1.70
10/03/06	K. Thomas	Discuss status of research re legislative history with R. Mulligan and results of research; discuss same with R. Wyron; discuss additional research with R. Mulligan and review results of additional research provided.	0.70



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10/03/06	D. Felder	Prepare notice of appeal from exclusivity order (.2); review certificate of counsel with proposed exclusivity order (.1); revise and finalize 30(b)(6) notice to W.R. Grace (1.5); prepare cover letter to B. Harding regarding same and e-mails to counsel for the ACC regarding same (1.3); various telephone conferences with R. Frankel, J. Sakalo and C. Hartman regarding notice of appeal and finalize same for filing and service (1.6); review hearing transcript from September 11 (2.5); revise statement of issues and review case law regarding same (1.0).	8.20
10/03/06	R. Wyron	Review revised notice of appeal and follow-up on filing.	0.30
10/03/06	R. Mullady, Jr.	Review and revise draft letter to opposing counsel regarding deposition of debtors (.5); discussions with D. Felder regarding same (.2).	0.70
10/03/06	R. Frankel	Review issues re exclusivity order, COC, notice of appeal (.7); telephone conference with T. Freedman re appeal (.1).	0.80
10/03/06	R. Frankel	Review issues re estimation timelines, discovery.	0.30
10/03/06	R. Frankel	Review discovery (30(b)(6)) propounded to debtor.	0.50
10/04/06	A. Dubin	Research regarding the legislative history of the Bankruptcy Abuse and Consumer Protection Act; for K. Thomas.	2.00
10/04/06	K. Thomas	Review proposed issues for appeal; send e-mail to D. Felder re same; review e-mail from D. Felder re same; discuss same with D. Felder; review series of e-mails re same from R. Wyron and R. Frankel.	0.40
10/04/06	S. Venegas	Review pleadings on estimation.	1.50
10/04/06	D. Felder	Telephone conference to J. Biggs regarding estimation issues (.1); review and revise notice of deposition and e-mails to C. Hartman and M. Hurford regarding same (.8); review letter from Debtors' regarding non-estimation expert reports (.1); e-mails regarding designation of record and statement of issues (.4); begin reviewing non-estimation expert reports and exhibits (6.5).	7.90
10/04/06	R. Wyron	Begin review of certain expert reports (Libby) (.8); review e-mails and designation of the record on appeal (.6).	1.40
10/04/06	R. Mullady, Jr.	Attention to discovery matters and expert reports (.8); complete review of 9/11 hearing transcript (.8).	1.60
10/04/06	R. Frankel	Review, exchange series of e-mails re issues on exclusivity appeal.	0.90
10/04/06	R. Frankel	Review Designation of Record from J. Sakalo.	1.40
10/05/06	R. Barainca	Begin reviewing non-estimation expert reports (2.0); confer with D. Felder regarding same (.1).	2.10
10/05/06	A. Dubin	Continued research regarding the legislative history of the BAPCPA of 2005 including all related bills and legislation; for K. Thomas.	3.50



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10/05/06	K. Thomas	Discuss status of legislative history of 1121(d) research with A. Dubin; review e-mails from A. Dubin re results of latest research efforts; review attachments; discuss same with D. Felder; send e-mail to A. Dubin re legislative history research; discuss same with A. Dubin.	0.50
10/05/06	S. Venegas	Review CMO pleadings and memos.	3.00
10/05/06	D. Felder	Continue reviewing non-estimation expert report (4.4); conference with R. Barainca regarding same (.1).	4.50
10/05/06	D. Felder	Begin review of designation of the record (1.0); continue reviewing non-estimation expert reports and related exhibits (3.5).	4.50
10/05/06	J. Guy	Conference with R. Wyron re appeal of exclusivity order; analyze related issues.	0.50
10/05/06	G. Rasmussen	Telephone conference concerning expert reports.	0.30
10/05/06	R. Wyron	Review recent docket listing for upcoming hearings (.2); review expert issues, confer with D. Felder, and follow-up (.3).	0.50
10/05/06	R. Mullady, Jr.	E-mails regarding scheduling of Biggs/Stallard meeting (.3); conference call with team regarding review of non-estimation expert reports and related e-mails (.3); telephone conversations with D. Felder (.2); review summaries of depositions of Grace counsel in Sealed Air litigation (.5); review report of L. Welch (.5).	1.80
10/05/06	R. Frankel	Review status with R. Wyron; review, exchange series of e-mails regarding Biggs meetings.	0.70
10/05/06	R. Frankel	Read expert reports, exhibits of Dr. Whitehouse and Dr. Frank.	2.40
10/06/06	S. Venegas	Review various CMO pleadings and documents.	1.00
10/06/06	D. Felder	E-mails to and from J. Liesemer regarding statement of issues and designation of the record (.1); continue reviewing non-estimation expert reports (1.0); review docket and recently filed pleadings (.5); review calendar of upcoming deadlines (.5).	2.10
10/06/06	R. Wyron	Confer with G. Rasmussen, R. Mullady and D. Felder (various times) on expert reports, and e-mails regarding same (.8); begin review of D. Henry report (.9); call from D. Austern regarding exclusivity (.3).	2.00
10/07/06	R. Mullady, Jr.	Review debtors' non-estimation expert reports.	2.00
10/08/06	D. Felder	Review non-estimation expert reports by E. Anderson, G. Bragg and D. Garabrant and prepare summary regarding same.	2.50
10/08/06	G. Rasmussen	Read reports of Grace's experts (Moolgavkar, Price, Weil and Rodricks).	3.20



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10/08/06	R. Frankel	Review expert reports filed by Laura Welsh and Samuel Hammar.	2.30
10/09/06	K. Thomas	Review proposed order re Anderson Memorial lift stay motion.	0.20
10/09/06	S. Venegas	Review CMO (1.0); confer with D. Felder (.2).	1.20
10/09/06	D. Felder	Review non-estimation expert reports and exhibits submitted by E. Anderson, G. Bragg, D. Garabrant, A. Brody, S. Snyder, L. Welch and A. Frank (7.5); review designation of record and e-mails to J. Sakalo regarding same (1.0).	8.50
10/09/06	R. Wyron	Review e-mails regarding designation of the record and respond (.3); review record designation (.8).	1.10
10/09/06	R. Mullady, Jr.	E-mails to/from R. Wyron and G. Rasmussen (.3); prepare agenda for standing meeting of estimation team (.3).	0.60
10/09/06	R. Frankel	Begin review of debtor "non-estimation" expert reports.	2.40
10/10/06	S. Venegas	Meeting with team (1.5); review estimation reports (4.4).	5.90
10/10/06	D. Felder	Review experts reports submitted by P. Epstein, G. Hutchins, P. Lees, M. Marais and W. Wecker, S. Moolgavkar and J. Rodricks and exhibits filed thereto (7.3); conference with litigation team regarding non-estimation expert reports (1.0); e-mails to N. Finch and FCR's experts regarding same (.3); e-mails to J. Biggs regarding estimation update (.1); review designation of record on exclusivity appeal (.5); begin preparing motion to expedite appeal (.5).	9.70
10/10/06	G. Rasmussen	Meeting to discuss preliminary reactions to the expert reports filed by the Grace experts.	1.30
10/10/06	R. Wyron	Review e-mails on expert reports and other issues, and respond.	0.20
10/10/06	R. Mullady, Jr.	Meet with G. Rasmussen, D. Felder and A. Venegas to discuss non-estimation expert reports and rebuttals to same (1.0); e-mails to/from B. Harding regarding Rule 30(b)(6) deposition of Grace (.4); begin preparation for deposition (.4); e-mails to/from ██████ regarding potential experts (.4).	2.20
10/11/06	S. Venegas	Review non-estimation expert reports.	3.00
10/11/06	D. Felder	Review non-estimation expert reports submitted by Libby claimants (1.0); review non-estimation expert reports submitted by ACC (2.6).	3.60
10/11/06	R. Mullady, Jr.	Review letter from B. Harding regarding outstanding discovery issues (.2); e-mails to/from D. Felder and A. Venegas regarding Grace 30(b)(6) deposition (.4); e-mails to/from N. Finch regarding discovery issues (.2).	0.80



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10/12/06	S. Venegas	Call with E. Stallard (1.4); various meetings with R. Mullady, G. Rasmussen and D. Felder (.7); call with V. Roggli (.3); review of estimation materials (3.0); review of previous pleadings (2.6).	8.00
10/12/06	D. Felder	Review notice of deposition of D. Gaziano and e-mail to litigation team regarding same (.1); prepare for meeting and calls regarding estimation (.9); conference with R. Mullady and A. Venegas regarding preparation for 30(b)(6) deposition (.3); conference call with E. Stallard and litigation team regarding estimation issues (1.2); review Grace's SEC filings and conference with R. Mullady regarding same (2.5); research regarding motions to expedite and continue drafting same (1.5); telephone conference with V. Roggli regarding estimation issues (.5); review request for admissions and various letters in preparation for conference with ACC (1.0); telephone conference with N. Finch and litigation team regarding estimation issues (1.5).	9.50
10/12/06	G. Rasmussen	Preparation for and participation in conference with Eric Stollard concerning Grace's expert reports.	1.30
10/12/06	G. Rasmussen	Conference with V. Roggli regarding Grace's expert reports.	0.20
10/12/06	R. Mullady, Jr.	Conference calls with N. Finch, V. Roggli and E. Stallard (3.0); e-mails to/from N. Finch (.4); review correspondence from B. Harding regarding discovery and e-mail discussions between N. Finch and B. Harding regarding same (.4); review and reply to e-mails from A. Running regarding corporate designee deposition of debtors (.2).	4.00
10/13/06	S. Venegas	Review pleadings (1.0); review Sealed Air depositions (2.0).	3.00
10/13/06	D. Felder	Conference with R. Frankel regarding exclusivity appeal (.1); telephone calls to J. Sakalo regarding same (.1); e-mail correspondence with R. Mullady and N. Finch regarding estimation issues (.6); e-mails to J. Biggs regarding same (.2); review requests for admission and conference with R. Mullady regarding same (.4); revise requests for admission and review SEC filings by Grace in connection with same (2.6); continue drafting motion to expedite (.6); conference with litigation team regarding Rust database and review tables regarding same (1.5); continue reviewing non-estimation expert reports by ACC (1.5); review Sealed Air deposition exhibits (1.6).	9.20
10/13/06	R. Wyron	Confer with R. Frankel and R. Mullady on status, and follow-up e-mails on staffing.	0.40



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10/13/06	R. Mullady, Jr.	Review transcript of T. Hayes deposition (1.4); meet with R. Wyron and R. Frankel regarding estimation case preparation and additional staffing (.5); review trial outline from N. Finch (.2); discussions with A. Running regarding Grace corporate designee deposition (.4).	2.50
10/13/06	R. Frankel	Telephone conference with D. Austern re Ad Hoc Committee (.3); review Piper Jaffray solvency analysis (.4).	0.70
10/13/06	R. Frankel	Review estimation staffing, strategy issues with R. Mullady, R. Wyron (.6); review expert reports (.8).	1.40
10/14/06	R. Mullady, Jr.	E-mail to A. Running regarding deposition of Grace.	0.30
10/15/06	S. Venegas	Review V. Roggli book.	2.00
10/15/06	D. Felder	Review e-mails from R. Mullady regarding estimation issues.	0.10
10/16/06	S. Venegas	Call with Kirkland & Ellis and R. Mullady, D. Felder (1.7); review Hughes Sealed Air Transcript (6.7).	8.40
10/16/06	D. Felder	Telephone conference with J. Sakalo regarding exclusivity appeal (.1); review daily docket update and recently filed pleadings (1.0); conference call with FCR and ACC's experts and counsel regarding estimation issues (2.0); preparation for call with Debtors regarding 30(b)(6) notice (.5); telephone conference with A. Running, B. Harding, D. Mendelson, N. Finch and litigation team regarding 30(b)(6) notice and follow-up regarding same (2.0); telephone conference with J. Biggs regarding update (.3); review agenda for hearing on October 23 (.1); review claimant file disk from Debtors and forward to J. Biggs (.7); research regarding motion to expedite and exclusivity (.8).	7.50
10/16/06	G. Rasmussen	Conference with N. Finch regarding expert reports.	1.50
10/16/06	R. Mullady, Jr.	Conference calls with J. Biggs, M. Peterson, N. Finch and debtors' counsel regarding expert reports and Rule 30(b)(6) deposition of debtors (4.5); review and revise draft disclosure to bankruptcy court and discuss same with R. Wyron (.3); review deposition transcripts from Sealed Air case (1.5).	6.30
10/17/06	S. Venegas	Review Sealed Air depositions.	6.70
10/17/06	D. Felder	Continue drafting motion to expedite appeal (3.5); research and review case law regarding exclusivity and begin drafting opening appeal brief (5.6).	9.10
10/17/06	W. Berry	Review J. Radecki e-mail re Watson Wyatt full actuarial report, prepare e-mail to R. Wyron.	0.50
10/17/06	R. Wyron	Review e-mail regarding Watson Wyatt report and follow-up (.3); review Power Point on Grace's position (.6).	0.90
10/17/06	R. Frankel	Review issues, agenda re October 23 hearing; series of e-mails re same.	0.60



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10/18/06	S. Venegas	Review Sealed Air depositions.	1.20
10/18/06	D. Felder	E-mail correspondence with D. Graham regarding D. Gaziano deposition (.1); continue drafting opening brief in exclusivity appeal (7.5); review correspondence from B. Harding regarding supplemental discovery (.2).	7.80
10/19/06	R. Barainca	Review Sealed Air Deposition Transcripts (2.5), and confer with D. Felder regarding the same (.1)	2.60
10/19/06	R. Barainca	Research information on the FCR's Expert Witnesses.	2.70
10/19/06	S. Venegas	Review docket updates (.2); confer with G. Rasmussen and team (.5); confer with M. Cheney re Sealed Air Depositions (.2); confer with D. Felder (.5); review Port deposition (.6).	2.00
10/19/06	D. Felder	Review information regarding Rust visit and preparation for conference call with Tillinghast regarding same (.6); review Sealed Air deposition exhibits and transcripts and conference with R. Barainca regarding same (.5); telephone conference with J. Biggs, B. Gillespie and E. Woynich regarding Rust visit and follow-up regarding same (.8); telephone conference with J. Biggs regarding CMS database (.5); continue drafting opening brief in exclusivity appeal (4.6).	7.00
10/19/06	M. Cheney	Review deposition transcripts from Sealed Air litigation.	0.50
10/19/06	R. Wyron	Review estimation expert reports (1.1); outline of open issues and follow-up e-mails (.4).	1.50
10/19/06	R. Mullady, Jr.	Review e-mails regarding updating of Rust database and other discovery issues (.3); review and reply to e-mails regarding Rust database (.3).	0.60
10/19/06	R. Frankel	Review with R. Wyron issues re estimation (.4); consider strategy for estimation litigation (.5).	0.90
10/20/06	R. Barainca	Review Sealed Air Deposition Transcripts (1.8); confer with D. Felder regarding same (.1).	1.90
10/20/06	D. Fullem	Review new appeal dockets in the U.S. District Court relating to appeal of Century settlement order.	0.30
10/20/06	D. Felder	E-mail correspondence to and from N. Finch and J. Biggs regarding Rust visit (.3); continue drafting opening brief in exclusivity appeal (7.0).	7.30
10/20/06	R. Mullady, Jr.	Review and reply to e-mail from A. Running regarding 30(b)(6) deposition (.3); e-mails to/from R. Wyron and R. Frankel regarding staffing (.3).	0.60
10/20/06	R. Frankel	Series of e-mails re draft brief.	0.30
10/20/06	R. Frankel	Review open issues re Equitas settlement (.3); review issues re PWC ethical wall, declaration (.3).	0.60



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10/21/06	R. Mullady, Jr.	Review finalized requests for admission and discuss same with N. Finch (.3); review and reply to e-mails from J. Biggs, N. Finch and D. Felder (.2); review transcript of R. Beber deposition (.5).	1.00
10/22/06	D. Felder	Research and review case law regarding exclusivity (4.3); continue drafting opening brief and motion to expedite exclusivity appeal (8.0).	12.30
10/22/06	R. Mullady, Jr.	Prepare for omnibus hearing on 10/23/06.	1.00
10/23/06	R. Barainca	Review docket for counter-designation of the record filed by Debtors for D. Felder.	0.20
10/23/06	D. Felder	Preparation for omnibus hearing (1.0); conference and e-mails with R. Mullady regarding same (.3); review September 25, 2006 omnibus hearing transcript (1.3); attend omnibus hearing (3.5); review and revise opening brief on exclusivity and motion to expedite appeal (3.0); continue drafting opening brief on exclusivity (3.6).	12.70
10/23/06	R. Wyron	Confer with D. Felder on hearing issues and follow-up (.4); attend omnibus hearing telephonically (3.2).	3.60
10/23/06	R. Mullady, Jr.	Preparation for omnibus hearing (.8); attend omnibus hearing in Wilmington, DE (4.0); travel to and from Wilmington, DE (3.5).	8.30
10/23/06	R. Frankel	Review issues re Equitas settlement (.3); series of e-mails re hearing, D. Austern testimony (.4).	0.70
10/23/06	R. Frankel	Series of e-mails re statement of facts from S. Baena, D. Felder.	0.60
10/24/06	R. Barainca	Update list of related cases for D. Felder.	0.90
10/24/06	D. Fullem	Review SEC filings and related information on asbestos issues.	0.50
10/24/06	D. Fullem	Research SEC filings for specific information relating to asbestos matters.	1.50
10/24/06	D. Felder	Review case law regarding standard of review on exclusivity appeals (1.0); review case law regarding exclusivity (2.0); continue drafting opening brief in exclusivity appeal (7.4).	10.40
10/24/06	R. Mullady, Jr.	Review discovery produced by debtors, including supplemental products list and verdicts list (.5); e-mails to N. Finch regarding same (.2); e-mails to D. Felder and R. Wyron regarding review of Sealed Air Record (.4).	1.10
10/25/06	R. Barainca	Compile deposition transcripts and corresponding exhibits into binders for D. Felder.	7.00
10/25/06	D. Felder	Continue review of Sealed Air depositions and exhibits (10.0); review Debtors' responses to interrogatories (1.0); review and revise motion to expedite exclusivity appeal (1.3).	12.30



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10/25/06	J. Guy	Attention to appeal of exclusivity order.	0.50
10/25/06	R. Wyron	Continue review of Grace's expert reports (1.1); review e-mails regarding exclusivity appeal and respond (.3).	1.40
10/25/06	R. Mullady, Jr.	Review Beber deposition transcript and exhibits (2.5); discussions with D. Felder and R. Wyron regarding estimation litigation strategy (.5); review e-mails between ACC and debtors' counsel regarding scheduling for motion to compel debtors' settlement history information (.3).	3.30
10/25/06	R. Frankel	Review counter-designation of record; e-mail J. Guy, D. Felder re same.	0.80
10/26/06	D. Fullem	Continue review of SEC filings for certain information relating to asbestos matters.	1.50
10/26/06	D. Felder	Conference with R. Frankel regarding exclusivity appeal brief and motion to expedite (.2); telephone conference with J. Guy regarding same (.1); telephone conference with expert regarding update and status (.2); e-mail correspondence with litigation team regarding Sealed Air record (.1); telephone conference with M. Hurford regarding Debtors' motion to compel responses to questionnaire (.2); review Sealed Air record and prepare for litigation team meeting (1.0); conference with R. Mullady and M. Cheney regarding Sealed Air record (.4); follow-up conference with M. Cheney regarding same (.1); review correspondence from N. Finch and B. Harding regarding discovery (1.3); review and revise motion to expedite (.4).	4.00
10/26/06	M. Cheney	Review deposition transcripts for Sealed Air litigation.	0.80
10/26/06	R. Wyron	Review e-mails on expert issues and follow-up with D. Felder (.4); review e-mails on exclusivity appeal and respond (.3).	0.70
10/26/06	R. Mullady, Jr.	Review Sealed Air materials and meet with D. Felder and M. Cheney regarding same.	1.00
10/26/06	R. Frankel	Review, revise appellant's motion to expedite appeal (1.2); confer with D. Felder re same (.3).	1.50
10/26/06	R. Frankel	Telephone conference with D. Austern re status, November 8 meeting.	0.30
10/26/06	R. Frankel	Series of e-mails re exclusivity brief, motion to expedite, motion to increase page limit.	0.70
10/26/06	R. Frankel	Telephone conference with E. Inselbuch, D. Austern re status.	0.30
10/27/06	S. Venegas	Review ACC motion to compel.	1.10



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10/27/06	D. Felder	Review e-mail correspondence from N. Finch and Debtors' counsel regarding motion to compel (.2); telephone conference with R. Mullady regarding same (.1); e-mails with experts regarding November 8 meeting (.1); review draft motion to compel (1.0); telephone conference with R. Mullady, N. Finch and M. Hurford regarding various estimation issues (.4); review notes in preparation for litigation team meeting and prepare agenda and memo on open issues (2.4); review orders and designations regarding PD estimation (.3); review seventeenth omnibus objection and order continuing (.3); e-mail correspondence to and from D. Fullen regarding status and upcoming deadlines (.4).	5.20
10/27/06	R. Wyron	Review estimation hearing and deposition schedule (.3); begin review of draft appeal brief on exclusivity (.6); review e-mails regarding exclusivity appeal re record and statement of facts (.3); confer with R. Mullady on staffing for estimation litigation, and follow-up (.3).	1.50
10/27/06	R. Mullady, Jr.	Conference call with R. Wyron and R. Frankel regarding staffing (.5); conference call with N. Finch and M. Hurford regarding motions practice (.5); e-mails to/from A. Venegas regarding brief in support of ACC motion to compel (.3); review and reply to e-mails from D. Felder regarding expert and discovery issues (.5); telephone conversations with J. Ansbro regarding potential involvement (.3).	2.10
10/27/06	R. Frankel	Review requests for admission from ACC and interrogatories; notes re same.	0.70
10/27/06	R. Frankel	Telephone conference with R. Wyron, R. Mullady re major issues in estimation, strategy, staffing; review D. Felder memo re estimation litigation action items.	0.90
10/27/06	R. Frankel	Review, revise draft brief on exclusivity from D. Felder.	2.60
10/28/06	R. Frankel	Review, revise exclusivity brief.	1.20
10/29/06	M. Cheney	Review deposition transcript of J. Hughes.	0.50
10/29/06	R. Wyron	Review notes and status of open issues (.6); review first draft of appeal brief on exclusivity and provide comments (1.1).	1.70
10/29/06	R. Mullady, Jr.	Review and revise draft ACC motion to compel debtors' settlement history.	3.00
10/30/06	S. Venegas	Team meeting (1.0); confer with D. Felder (.3); review Harding October 17 letter (.2); review draft motion to compel (.2); review October Omnibus hearing (.5).	2.20



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10/30/06	D. Felder	Review and revise exclusivity brief (9.0); research regarding Section 502 and 1124 and review pleadings filed by PI and PD Committee's regarding disclosure statement and plan (2.6); conference with estimation team regarding update and status (1.3).	12.90
10/30/06	M. Cheney	Review deposition transcript of J. Hughes.	2.00
10/30/06	M. Cheney	Conference with estimation litigation team re strategy	0.80
10/30/06	J. Guy	Review and revise exclusivity appellate brief.	1.50
10/30/06	G. Rasmussen	Review of draft letter to A. Running.	0.20
10/30/06	G. Rasmussen	Meeting of litigation team to go over status of various projects.	1.30
10/30/06	R. Wyron	Organize materials for discussion at team meeting (.8); attend team meeting (1.4); follow-up discussion with R. Frankel, and notes regarding same (.6); call to J. Radecki on expert issues and follow-up (.7); call to D. Austern regarding status and upcoming meetings, and follow-up (.6); begin review of revised draft exclusivity brief (.9).	5.00
10/30/06	R. Mullady, Jr.	Review and revise draft motion to compel settlement history and e-mails to/from N. Finch regarding same (2.5); prepare letter to A. Running regarding grace deposition (.5); attend weekly status meeting with team (1.3); e-mails to/from N. Finch and M. Hewett regarding trial logistics and discovery matters (.8).	5.10
10/30/06	R. Frankel	Review issues with R. Wyron re questionnaires, expert testimony; consider questionnaire, bar date responses.	1.60
10/30/06	R. Frankel	Review exclusivity issues re appeal with J. Guy.	0.40
10/31/06	S. Venegas	Research for motion to compel.	6.00
10/31/06	D. Felder	Telephone conference with Tillinghast team regarding Rust visit (.2); review and revise exclusivity brief and motion to compel (6.1).	6.30
10/31/06	M. Cheney	Review deposition transcript of J. Hughes.	3.90
10/31/06	R. Wyron	Review litigation calendar (.5); review e-mail summary on motion to compel and provide suggestions (.4).	0.90
10/31/06	R. Frankel	Review, revise draft brief on exclusivity.	2.30

Total Hours 404.50

Total For Services \$193,316.00

<u>Timekeeper Summary</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Rachael Barainca	17.40	140.00	2,436.00
William D. Berry	0.50	620.00	310.00
Matthew W. Cheney	8.50	490.00	4,165.00
Alan P. Dubin	5.50	195.00	1,072.50



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Timekeeper Summary	Hours	Rate	Amount
Debra Felder	185.90	430.00	79,937.00
Roger Frankel	33.70	725.00	24,432.50
Debra O. Fullem	6.30	210.00	1,323.00
Jonathan P. Guy	2.50	605.00	1,512.50
Raymond G. Mullady, Jr.	53.70	660.00	35,442.00
Garret G. Rasmussen	9.30	645.00	5,998.50
Katherine S. Thomas	1.90	375.00	712.50
Shannon Dawn Venegas	56.20	375.00	21,075.00
Richard H. Wyron	23.10	645.00	14,899.50
Total All Timekeepers	404.50	\$477.91	\$193,316.00

Disbursements

Duplicating Expense	661.05	
Express Delivery	124.55	
Facsimile	74.00	
Lexis Research	596.00	
Local Taxi Expense	78.95	
Local Tolls	9.00	
Other Business Meals	241.39	
Out of Town Business Meals	25.27	
Outside Reproduction Services	5,302.07	
Outside Services	1,311.68	
Parking Expense	73.00	
Postage	831.74	
Telephone	68.63	
Travel Expense, Air Fare	3,782.80	
Travel Expense, Local	342.69	
Travel Expense, Out of Town	225.01	
Westlaw Research	3,795.19	
Total Disbursements		\$17,543.02

Total For This Matter **\$210,859.02**



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Matter: 9 - Plan & Disclosure Statement

10/12/06	R. Frankel	Telephone conference with D. Austern re Grace balance sheet, insolvency number; review slide re balance sheet.	0.70
10/27/06	R. Frankel	Review reports re earnings, news.	0.40

Total Hours 1.10

Total For Services \$797.50

<u>Timekeeper Summary</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Roger Frankel	1.10	725.00	797.50
Total All Timekeepers	1.10	\$725.00	\$797.50

Total For This Matter \$797.50



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Matter: 11 - Compensation of Professionals - Other

09/12/06	D. Fullem	Review information provided by the fee auditor on agreed fee reduction as to Swidler's fees (.4); confer with R. Wyron regarding same and preparation of certification of counsel as to Swidler's final fee application, discuss agreement with Swidler and fee auditor and U.S. Trustee regarding same (.5); prepare certification of counsel and provide to R. Wyron for review and comment (.9); review proposed edits from R. Wyron and prepare final version (.8); prepare e-mails to R. Wyron and J. Phillips for final review/approval and filing (.4).	3.00
09/14/06	D. Fullem	Review fee auditor's final report on Swidler's final fee application (.7); review information on Orders entered and fee auditor's recommended reductions (.6); confer with R. Wyron regarding issues (.2); prepare e-mail to S. Bossay regarding concerns (.2); telephone call with S. Bossay regarding same (.1).	1.80
09/15/06	D. Fullem	Review e-mail from S. Bossay along with revised/amended final report on Swidler's final fee application; prepare e-mail to S. Bossay confirming final report; e-mail to R. Wyron to update regarding same.	0.50
09/15/06	D. Fullem	Prepare e-mail to P. Cuniff at Pachulski to confirm that certain quarterly filed by D. Austern is set for September 25 hearing.	0.20
09/15/06	D. Fullem	Telephone call from S. Bossay regarding Certification of Counsel on Swidler Final Fee Application; prepare e-mail to S. Bossay along with copy of signed/filed CoC.	0.20
09/15/06	D. Fullem	Telephone call from P. Cuniff at Pachulski regarding status of inclusion of D. Austern's quarterly in September 25 hearing and necessary to continue to December 18 fee hearing date.	0.10
09/15/06	D. Fullem	Prepare Certifications of No Objection relating to Tillinghast June and July fee applications and Piper Jaffray June fee application.	0.40
09/15/06	D. Fullem	Begin preparation of D. Austern's ninth quarterly fee application for the period April 1-June 30, 2006.	0.50



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09/15/06	D. Fullem	Review package from D. Austern of the signed June fee application; prepare notice for signature by R. Frankel; coordinate filing with the Court and serving of same.	0.50
09/18/06	D. Fullem	Prepare three CNOs relating to Piper Jaffray June and July and Tillinghast July fee applications (.6); print out docket sheet and cover sheet to fee applications (.4); provide to R. Wyron to review and sign CNOs (.1); prepare e-mail and PDF files to C. Hartman for filing with Court (.2); coordinate with C. Best regarding service on parties (.1).	1.40
09/25/06	D. Fullem	Confer with R. Barainca regarding updating of debtors' professionals fees and expenses per D. Felder's request.	0.50
09/25/06	D. Fullem	Review and respond to e-mail from R. Malstrom regarding status of hearing and Order on Swidler's final fee application.	0.10
09/26/06	D. Fullem	Review Order entered by the Judge on Swidler's final fee application; confer with R. Wyron regarding same; begin preparation of e-mail to J. Port and W. Sparks at Grace regarding same and return of monies as per agreement with Fee Auditor and Trustee.	0.70
09/26/06	D. Fullem	Various conferences with R. Barainca regarding debtors' professionals fee applications.	0.50
09/26/06	D. Fullem	Review numerous fee applications of debtors' professionals for total amounts of fees and expenses (2.2); prepare update to chart of fees and expenses of debtors' professionals (.5); confer with R. Barainca and D. Felder regarding same (.2).	2.90
09/27/06	D. Fullem	Prepare e-mail to J. Port and W. Sparks at Grace regarding Court's Order approving Swidler's final fee application; inquire as to overpayment of monies, whom payable, where to send, contact person at Grace.	0.20
10/02/06	D. Fullem	Review proposed final of CIBC fee application and provide comments to R. Gray at CIBC and R. Chatterjee at PJC.	0.50
10/03/06	D. Fullem	Review and prepare comments to CIBC's proposed final fee application.	0.50
10/03/06	D. Fullem	Review email from R. Chatterjee at PJC regarding August fee application.	0.20
10/03/06	D. Fullem	Review and respond to email from R. Malstrom regarding information from Grace to return Bingham(Swidler) overpayment check; follow up email to J. Port at Grace regarding same; and update R. Malstrom with information.	0.30
10/06/06	R. Barainca	Edit Tillinghast's August 2006 monthly fee application.	0.30
10/09/06	R. Barainca	Review final draft of Tillinghast's August monthly fee application.	0.20



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10/09/06	D. Fullem	Prepare e-mail to R. Chatterjee at PJC regarding July and August fee applications and status of filing and serving of same along with Orrick's fee applications.	0.20
10/09/06	D. Fullem	Update Piper Jaffray July and August fee applications with deadlines to file objections to same.	0.20
10/10/06	R. Barainca	Prepare Tillinghast's August monthly fee application for filing.	0.20
10/10/06	D. Fullem	Coordinate filing and service of Piper Jaffray July and August fee applications.	0.20
10/13/06	D. Fullem	Review and respond to e-mails from R. Gray at CIBC re status of CIBC's final fee application.	0.10
10/13/06	D. Fullem	Prepare CNO for D. Austern's June fee application.	0.40
10/13/06	D. Fullem	Review and respond to e-mail from D. Austern relating to July-September invoices.	0.20
10/15/06	R. Wyron	Review CNO for D. Austern fees.	0.20
10/16/06	R. Barainca	Update chart of Requested Professional Compensation.	2.60
10/16/06	D. Fullem	Coordinate filing and serving of D. Austern's CNO for June fee application.	0.20
10/17/06	R. Barainca	Update chart of Requested Professional Compensation.	3.10
10/18/06	R. Barainca	Prepare D. Austern's July 2006 monthly fee application.	0.60
10/18/06	R. Barainca	Prepare D. Austern's August 2006 monthly fee application.	0.60
10/18/06	R. Barainca	Prepare D. Austern's September 2006 monthly fee application.	0.70
10/19/06	D. Fullem	Review drafts of D. Austern's monthly fee applications for July, August and September and prepare edits same.	0.60
10/19/06	D. Fullem	Review email from R. Malstrom from Bingham (formerly Swidler) regarding remittance letter to Grace along with check for overpayment; provide certain comments and information to R. Malstrom for letter.	0.50
10/20/06	D. Fullem	Confer with R. Barainca regarding edits to D. Austern's July-September monthly fee applications and timing of sending same to D. Austern along with quarterly fee application for review and signature.	0.20
10/26/06	R. Barainca	Prepare D. Austern's Tenth Quarterly fee application.	2.10
10/26/06	D. Fullem	Review and reply to e-mail from R. Gray at CIBC regarding final fee application.	0.10
10/27/06	D. Fullem	Confer with R. Barainca regarding status of D. Austern's current fee applications.	0.10
10/30/06	R. Barainca	Prepare CIBC's Final Fee Application.	3.50
10/30/06	R. Barainca	Prepare D. Austern's monthly and quarterly for filing.	1.20
10/30/06	D. Fullem	Prepare email to R. Gray regarding status of CIBC final application and revisions thereto; confer with R. Barainca regarding same; forward sample of final application filed by other professional in Delaware.	0.30



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10/31/06	D. Fullem	Review e-mail from R. Gray at CIBC regarding status of final application.	0.10
10/31/06	D. Fullem	Prepare CNOs for Piper Jaffray July and August fee applications and CNO for Tillinghast August fee application; coordinate filing and serving of same.	0.90
10/31/06	R. Wyron	Review CNO for Piper Jaffray and Tillinghast.	0.40
		Total Hours	35.00
		Total For Services	\$6,554.00

<u>Timekeeper Summary</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Rachael Barainca	15.10	140.00	2,114.00
Debra O. Fullem	19.30	210.00	4,053.00
Richard H. Wyron	0.60	645.00	387.00
Total All Timekeepers	35.00	\$187.26	\$6,554.00

Disbursements

Duplicating Expense	1,508.40
Express Delivery	233.70
Outside Services	18.88
Postage	296.40
Total Disbursements	\$2,057.38

Total For This Matter	\$8,611.38
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Matter: 12 - Retention of Professionals - Orrick

10/13/06	R. Barainca	Download R. Frankel's declaration previously filed.	0.30
10/13/06	R. Wyron	Review T. Hayes/PWC transcript and follow-up with conflicts.	0.60
10/15/06	R. Wyron	Review PWC information and draft insert for supplemental disclosure (.6); draft and respond to e-mails to R. Mullady and R. Frankel (.3.)	0.90
10/16/06	D. Fullem	Review information from R. Wyron regarding supplemental disclosure (.3); prepare draft of same and provide to R. Wyron for review (.9).	1.20
10/16/06	R. Wyron	Review and revise supplemental disclosure (.3) review conflicts reports (.4); confer separately with R. Mullady, D. Weiss and R. Frankel regarding PWC and supplemental disclosure (3); revise disclosure (.2).	1.20
10/16/06	R. Frankel	Review and edit third supplemental declaration.	0.30
10/17/06	D. Fullem	Follow up with R. Wyron regarding status of filing of third supplemental declaration of R. Frankel regarding PWC matter.	0.20
10/18/06	R. Frankel	Review issues re PWC disclosure, review third supplemental declaration.	0.40
10/20/06	R. Wyron	Review screen issues on PwC and revise memo.	0.60
10/26/06	D. Fullem	Review and reply to e-mail from R. Wyron regarding R. Frankel's supplemental disclosure re PWC.	0.20
10/26/06	R. Wyron	Review and revise draft supplemental declaration of R. Frankel.	0.40
10/26/06	R. Frankel	Review supplemental declaration.	0.40
10/27/06	R. Barainca	Assist D. Fullem with preparing R. Frankel's Declaration for filing.	0.50
10/27/06	D. Fullem	Confer with R. Wyron (.1); review and prepare proposed final of R. Frankel's fourth declaration (.8); confer with R. Wyron and R. Frankel regarding additional edits (.2); prepare edits and finalize (.5); coordinate filing and serving of same (.3).	1.90
10/27/06	R. Wyron	Review ethical wall analysis, and review revised Frankel declaration for filing (.7); coordinate filing information (.2).	0.90
10/30/06	D. Fullem	Prepare email to S. Stengel and forward R. Frankel's fourth declaration relating to PWC.	0.10



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Total Hours 10.10
Total For Services \$4,632.50

<u>Timekeeper Summary</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Rachael Barainca	0.80	140.00	112.00
Roger Frankel	1.10	725.00	797.50
Debra O. Fullem	3.60	210.00	756.00
Richard H. Wyron	4.60	645.00	2,967.00
Total All Timekeepers	10.10	\$458.66	\$4,632.50

Disbursements

Duplicating Expense
Postage

355.35

305.55

Total Disbursements \$660.90

Total For This Matter \$5,293.40



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Matter: 13 - Compensation of Professionals - Orrick

09/14/06	D. Fullem	Organize and update fee application files.	0.30
09/25/06	D. Fullem	Update summary spreadsheet of Orrick's fees and expenses.	0.50
09/25/06	D. Fullem	Prepare CNO for Orrick's July fee statement; provide to R. Wyron for review and comment; send same to C. Hartman at PGS to file with Court; prepare e-mail to client regarding payment.	0.50
10/06/06	R. Barainca	Edit Orrick's August monthly fee application.	1.10
10/09/06	D. Fullem	Prepare e-mail to R. Barainca regarding status of filing of Orrick's August fee application.	0.10
10/09/06	D. Fullem	Review and revise September prebills.	1.50
10/10/06	D. Fullem	Coordinate filing and service of Orrick's August fee application.	0.20
10/10/06	D. Fullem	Review and respond to e-mail from L. Blackhurst regarding recent payment from Grace and attach June fees and expenses spreadsheet.	0.30
10/10/06	D. Fullem	Follow up on various time entries of attorneys to be reviewed and revised to comply with administrative compensation order, Trustee guidelines, and Court Rules.	1.00
10/12/06	D. Fullem	Review and respond to e-mail from R. Wyron regarding recent payment received from Grace.	0.20
10/13/06	D. Fullem	Prepare corrected CNO for Orrick's June fee application; explain and forward to R. Wyron for review and comment.	0.80
10/15/06	R. Wyron	Review and revise modified CNO for Orrick's June fees.	0.30
10/16/06	D. Fullem	Review edits by R. Wyron to corrected/amended CNO on Orrick's June fee application; revise same; provide to R. Wyron for approval.	0.50
10/16/06	R. Wyron	Review amended CNO and revise.	0.20
10/17/06	D. Fullem	Review and respond to e-mail from R. Wyron regarding updating of fee/expense chart.	0.10
10/17/06	D. Fullem	Review e-mail from R. Wyron regarding June expenses for corporate research; review backup information and provide to R. Wyron.	0.40
10/17/06	D. Fullem	Review e-mail from R. Wyron; update Certificate of Service to Amended CNO on Orrick's June fee application; coordinate filing and serving of same; prepare e-mail to J. Port and W. Sparks at Grace regarding details of corrected CNO and June expense payment due.	0.60



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10/17/06	D. Fullem	Review and update spreadsheet of Orrick's fees and expenses; e-mail same to R. Wyron.	0.30
10/18/06	D. Fullem	Review new format of spreadsheet from R. Wyron to be provided to accounting (.2); prepare updates thereto (.9); review and respond to e-mails from R. Wyron regarding same (.2).	1.30
10/18/06	R. Frankel	Review series of e-mails re payments, reconciliation of payments.	0.30
10/19/06	D. Fullem	Update Orrick's fee and expense spreadsheet.	0.30
10/20/06	D. Fullem	Update Orrick's fees and expenses chart with September amounts.	0.20
10/23/06	D. Fullem	Prepare email to P. Reyes regarding status of final invoices for September (.10); prepare summary of invoices (.20); begin preparation of fee application (.80); update R. Wyron regarding same (.10).	1.20
10/24/06	D. Fullem	Prepare summary of September invoices and fee application.	1.40
10/26/06	D. Fullem	Review and respond to e-mail from R. Wyron regarding status of fee applications and payments.	0.20
10/26/06	D. Fullem	Review and respond to email from R. Wyron regarding status of finalizing and filing of Orrick's September fee application.	0.20
10/27/06	D. Fullem	Prepare final of Orrick's September fee application (.8); coordinate filing and serving of same (.2).	1.00
10/31/06	D. Fullem	Prepare CNO for Orrick's August fee application; review edits by R. Wyron; update same; coordinate filing and serving.	0.50
10/31/06	R. Wyron	Review CNO for September fees and expenses.	0.20

Total Hours 15.70

Total For Services \$3,679.00

<u>Timekeeper Summary</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Rachael Barainca	1.10	140.00	154.00
Roger Frankel	0.30	725.00	217.50
Debra O. Fullem	13.60	210.00	2,856.00
Richard H. Wyron	0.70	645.00	451.50
Total All Timekeepers	15.70	\$234.33	\$3,679.00



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Disbursements

Duplicating Expense	97.35
Express Delivery	46.86
Outside Services	11.92
Postage	3.90

Total Disbursements	\$160.03
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Total For This Matter	\$3,839.03
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Matter: 15 - Travel Time (Non-Working)

10/23/06	D. Felder	Travel to and from Wilmington, Delaware for omnibus hearing.	2.50
		Total Hours	2.50
		Total For Services	\$537.50

<u>Timekeeper Summary</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Debra Felder	2.50	215.00	537.50
Total All Timekeepers	2.50	\$215.00	\$537.50

Total For This Matter **\$537.50**

***** COMBINED TOTALS *****

Total Hours	512.30	
Total Fees, all Matters		\$225,845.00
Total Disbursements, all Matters		\$24,528.57
Total Amount Due		\$250,373.57